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January 10, 2024

**By ECF**

The Honorable Gregory H. Woods  
United States District Judge  
Daniel Patrick Moynihan U.S. Courthouse  
500 Pearl Street, Room 1920  
New York, New York 10007

Re: *U.S. Bank, National Association et al. v. The Charitable Donor Advised Fund et al.*,  
1:21-CV-11059-GHW (S.D.N.Y.)

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Dear Judge Woods:

In connection with Plaintiffs' Supplemental Opening Brief in Support of their Motion to Dismiss the DAF Parties' Counterclaims filed on January 10, 2024 (the "Brief"), Plaintiffs Acis Capital Management, L.P., Joshua N. Terry, and U.S. Bank, National Association, in its capacity as Trustee (collectively, "Plaintiffs") respectfully request leave to submit a redacted version of Brief and to file an exhibit to the Declaration of Misha Boutilier (the "Declaration") in support of the Brief under seal pursuant to Section 13 of the Protective Order (the "Protective Order," Dkt. 116) and Rule 4(A) of this Court's Individual Rules of Practice in Civil Cases (the "Individual Rules"). Specifically, Plaintiffs seek to seal the following Declaration exhibit filed in connection with the Brief:

Exhibit 2: Document produced by the DAF Parties with Bates numbers DAF-CLOH004080-004099, which the DAF parties have designated "Confidential."

The Brief and Exhibit 2 includes or discusses material that has been designated as Confidential under the Protective order in this case. The Protective Order permits the parties to designate certain categories of sensitive information produced in the course of discovery as "Confidential" or, in the case of extremely sensitive information, "Highly Confidential," with all such material referred to collectively as "Discovery Material." Protective Order §§ 1-3. The Protective Order provides that "[i]n filing Confidential and Highly Confidential Discovery material with this Court, or filing portions of any pleadings, motions, or other papers that disclose such Confidential or Highly Confidential Discovery Material ('Confidential Court Submission'),

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the Parties shall publicly file a redacted copy of the Confidential Court Submission,” and “shall file an unredacted copy of the Confidential Court Submission under seal.” *Id.* § 13.

Consistent with Individual Rule 4(A), Plaintiffs are filing this letter-motion to seal to permit the DAF Parties, who designated Exhibit 2 as “Confidential,” as well as any other party or third party who may have an interest in the confidential treatment of Exhibit 2 and the portions of the Brief discussing it, an opportunity to explain the need to seal or redact the materials. Plaintiffs take no position on whether sealing is appropriate here.

Accordingly, Plaintiffs request leave to file the Brief with redactions and to file Exhibit 2 under seal.

Respectfully submitted,

/s/ Blair Adams

Blair Adams

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cc: Counsel of Record (via ECF)